





**AMENDMENT NO. 5**  
**CONTRACT FOR ENGINEERING/PROFESSIONAL SERVICES**  
**CONTINUING CONTRACT BASIS**  
**PARKS & RECREATION CAPITAL IMPROVEMENT PROJECTS**

WHEREAS, the Owner and Consultant acknowledge and agree that the Contract between Owner and Consultant dated November 18, 2003 (R2003-1898) is in full force and effect.

WHEREAS, the Consultant has merged with AECOM USA, Inc.; and

WHEREAS, the Consultant's assets are being merged into its parent's company;  
and

WHEREAS, the Consultant has provided a revised insurance certificates in the new name of AECOM USA, Inc.; and

WHEREAS, both parties agree to this Amendment; and

NOW THEREFORE, in exchange for the mutual covenants and promises set forth herein and, the parties agree as follows:

To recognize the name change from Boyle Engineering Corporation to AECOM USA, Inc. AECOM USA, Inc. agrees to assume all of Consultant's obligations and liabilities under the above referenced contract.

**ATTACHMENT # 1**

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IN WITNESS WHEREOF, the Board of County Commissioners of Palm Beach County, Florida has made and executed this Amendment on behalf of the COUNTY and Consultant has hereunto set its hand the day and year above written.

ATTEST:  
SHARON R. BOCK, CLERK &  
COMPTROLLER

PALM BEACH COUNTY BOARD, FLORIDA  
Political Subdivision of the State of Florida  
BOARD OF COUNTY COMMISSIONERS

By: \_\_\_\_\_  
Deputy Clerk

By: \_\_\_\_\_  
John F. Koons, Chairman

APPROVED AS TO FORM  
AND LEGAL SUFFICIENCY

APPROVED AS TO TERMS  
AND CONDITIONS

By: \_\_\_\_\_  
County Attorney

By: *Armeny Wolf*  
Director, FD&O

WITNESS:

AECOM USA, INC.

*Katherine B. Cole*  
Signature

*Lennart J. Lindahl*  
Signature

Katherine B. Cole  
Name (type or print)

Lennart J. Lindahl  
Name (type or print)

District Vice President  
Title

(Corporate Seal)

## AECOM

3550 SW Corporate Parkway, Palm City, FL 34990 USA  
T 772.286.3883 F 772.286.3925 www.aecom.com

May 6, 2009

John Chesher  
Palm Beach County  
Capital Improvements  
2633 Vista Parkway  
West Palm Beach, FL 33411-5604

**Subject: Merger of Boyle Engineering Corporation into AECOM USA, Inc.**

Dear Mr. Chesher:

This letter serves as notice that Boyle Engineering Corporation has been merged into an entity named AECOM USA, Inc., a whole-owned subsidiary of our parent company, AECOM Technology Corporation. These mergers were part of an internal reorganization to further unify the various companies in the AECOM family. The Federal Employee Identification Number (FEIN) for AECOM USA, Inc. is 135511947. Please find attached the following information for your use:

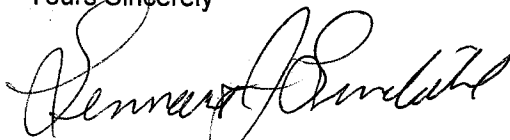
- The Certificate of Merger of Boyle Engineering Corporation into AECOM USA, Inc.
- The Certificate of Authorization for AECOM USA, Inc. from the State of Florida

Proof of insurance for AECOM USA, Inc. will be sent to you under separate cover.

AECOM USA, Inc. will operate under the terms and conditions of existing contracts executed between Boyle Engineering Corporation and Palm Beach County.

If you have any questions or require additional information, please do not hesitate to contact me at (772) 286-3883.

Yours Sincerely



Lennart J. Lindahl, P.E.  
District Vice President

cc: Anil Patel, PBCCID  
Dave Dolan, PBCCID

RECEIVED  
CAPITAL IMPROVEMENTS DIV.

MAY 13 2009

FILE  
CC:

C:\Documents and Settings\ColeKB\Local Settings\Temporary Internet Files\OLK3\Merger Transmittal.doc

**ATTACHMENT # 2**

**STATE OF NEW YORK**

**DEPARTMENT OF STATE**

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the  
Department of State, at the City of Albany, on  
February 25, 2009.

*Paul LaPointe*

Paul LaPointe  
Special Deputy Secretary of State

CT-07

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2009 FEB 25 PM 1:57

FILED

Certificate of Merger

OF

Boyle Engineering Corporation, a California corporation

INTO

AECOM USA, Inc., a New York Corporation

Under Section 904 of the Business Corporation Law

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED FEB 25 2009

TAX \$ \_\_\_\_\_

BY: ow

Filed by: Preston Hopson  
AECOM Technology Corporation  
515 S. Flower Street, 37th Floor  
Los Angeles, CA 90071

Cust Ref: 7492938LT

**DRAWDOWN**

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CERTIFICATE OF MERGER

OF

BOYLE ENGINEERING CORPORATION, a California corporation

INTO

AECOM USA, INC., a New York corporation

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

1. (a) The name of each constituent corporation is as follows:  
 BOYLE ENGINEERING CORPORATION, a California corporation  
 AECOM USA, INC., a New York corporation (formerly FREDERIC R.  
 HARRIS INC.)

(b) The name of the surviving corporation is AECOM USA, INC.

2. As each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof as follows:

<u>Name of Corporation</u>	<u>Designation and number of shares in each class or series outstanding</u>	<u>Class or series of shares entitled to vote</u>	<u>Class or series entitled to vote as a class</u>
BOYLE ENGINEERING CORPORATION	1 Common Share	Common Shares	N/A
AECOM USA, INC.	100 Common Shares	Common Shares	N/A

3. No changes will be made to the certificate of incorporation of the surviving corporation.



4. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

<u>NAME OF CORPORATION</u>	<u>DATE OF INCORPORATION</u>
BOYLE ENGINEERING CORPORATION (California)	September 29, 1952
AECOM USA, INC.	May 3, 1930

An application for authority for Boyle Engineering Corporation has not been filed with Department of State

5. The merger was authorized by each constituent corporation in the following manner:

Boyle Engineering Corporation has complied with the applicable provisions of the laws of the State of Delaware in which it is incorporated and this merger is permitted by such laws.

Approved unanimously by the board of directors and the sole shareholder of each corporation.

[remainder of page intentionally left blank]



STATE OF FLORIDA  
BOARD OF PROFESSIONAL ENGINEERS  
2507 CALLAWAY RD STE 200  
TALLAHASSEE, FL 32303-5268

AECOM USA, Inc.  
605 THIRD AVENUE  
NEW YORK, NY 10158

DETACH HERE

**State of Florida**  
**Board of Professional Engineers**  
**AECOM USA, Inc.**

Is authorized under the provisions of Section 471.023, Florida Statutes, to offer engineering services to the public through a Professional Engineer, duly licensed under Chapter 471, Florida Statutes.

**Expiration:** 2/28/2011

**Audit No:** 22820112975

**Certificate of Authorization**

DISPLAY AS REQUIRED BY LAW

**CA No:**

**38**